

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS**

UNITED STATES OF AMERICA, *et al.*,

Plaintiffs,

v.

JETBLUE AIRWAYS CORPORATION and
SPIRIT AIRLINES, INC.,

Defendants.

Civil Action No. 1:23-cv-10511-WGY

**DEFENDANTS’ SUPPLEMENTAL MOTION TO SEAL CERTAIN TRIAL EXHIBITS
AND FOR LIMITED CLOSING OF COURTOOM TO PUBLIC DURING TRIAL**

Pursuant to the Joint Confidentiality Protocol for Party Documents (Dkt. No. 166) (the “Joint Confidentiality Protocol”),¹ Defendants JetBlue Airways Corporation and Spirit Airlines, Inc. hereby move this Court for an Order to seal in their entirety certain highly sensitive trial exhibits relating to Defendants’ future, post-merger network plans (the “Combined Network Plan Documents”). The specific documents to be sealed and the reasons supporting the sealing are articulated in Defendants’ Memorandum of Law in Support and the Declaration of Laura E. Rodgers, which are being filed contemporaneously herewith. In addition, due to the highly sensitive nature of these documents and the future plans contained therein, Defendants respectfully request that the Court order that any witness examination likely to elicit the contents of the Combined Network Plan Documents be held in a closed session. Finally, Defendants also request that counsel be prohibited from publicly disclosing the contents of the Combined Network Plan

¹ Approved by the Court via electronic order on September 12, 2023 (Dkt. No. 187).

Documents at trial, including during opening or closing arguments, except with respect to the limited, high-level information that was already made public in the parties' pre-trial briefs.

Dated: October 25, 2023

Respectfully submitted,

/s/ Michael P. Mitchell

Michael P. Mitchell (admitted *pro hac vice*)

Brian Hauser

Shearman & Sterling LLP

401 9th St. NW

Suite 800

Washington, DC 20004

(202) 508-8000

michael.mitchell@shearman.com

brian.hauser@shearman.com

Jessica K. Delbaum

Leila R. Siddiky

Shearman & Sterling LLP

599 Lexington Avenue

New York, NY 10022

(212) 848-4000

jessica.delbaum@shearman.com

leila.siddiky@shearman.com

Rachel Mossman Zieminski

Shearman & Sterling LLP

2601 Olive St, 17th Floor

Dallas, TX 75201

(214) 271-5777

Rachel.Zieminski@Shearman.com

Ryan A. Shores

Daniel P. Culley

David I Gelfand

Cleary Gottlieb Steen & Hamilton LLP

2112 Pennsylvania Avenue, NW

Washington, DC 20037

(202) 974-1876

Fax: (202) 974-1999

rshores@cgsh.com

dculley@cgsh.com

dgelfand@cgsh.com

Zachary R. Hafer (MA BBO #569389)
Elizabeth M. Wright (MA BBO #569387)
Zachary Sisko (MA BBO #705883)
Cooley LLP
500 Boylston Street, 14th Floor
Boston, MA 02116-3736
Tel: 617-937-2300
ewright@cooley.com
zhafer@cooley.com
zsisko@cooley.com

Ethan Glass (*Pro Hac Vice*)
Deepti Bansal (*Pro Hac Vice*)
Matt K. Nguyen (*Pro Hac Vice*)
Cooley LLP
1299 Pennsylvania Avenue NW, Suite 700
Washington, DC 2004-2400
Tel: 202-842-7800
Fax: 202-842-7899
eglass@cooley.com
dbansal@cooley.com
mnguyen@cooley.com

*Attorneys for Defendant JetBlue Airways
Corporation*

/s/ Samuel N. Rudman
Samuel N. Rudman (MA BBO #698018)
Choate, Hall & Stewart LLP
Two International Place
Boston, MA 02110
Telephone: +1 617 248 4034
srudman@choate.com

/s/ Andrew C. Finch
Andrew C. Finch (*Pro Hac Vice*)
Eyitayo St. Matthew-Daniel (*Pro Hac Vice*)
Jay Cohen (*Pro Hac Vice*)
Jared P. Nagley (*Pro Hac Vice*)
Kate Wald (*Pro Hac Vice*)
Paul, Weiss, Rifkind, Wharton & Garrison
LLP
1285 Avenue of the Americas
New York, NY 10019
Tel: 212-373-3000

Fax: 212-757-3990
afinch@paulweiss.com
tstmatthewdaniel@paulweiss.com
jcohen@paulweiss.com
jnagley@paulweiss.com
kwald@paulweiss.com

Meredith R. Dearborn (*Pro Hac Vice*)
Paul, Weiss, Rifkind, Wharton & Garrison
LLP
535 Mission Street, 24th Floor
San Francisco, CA 94105
Tel: 628-432-5100
Fax: 628-232-3101
mdearborn@paulweiss.com

Attorneys for Defendant Spirit Airlines, Inc.

LOCAL RULE 7.1 CERTIFICATION

Pursuant to Local Rule 7.1(a)(2), I hereby certify that on multiple occasions, Defendants met and conferred in good faith with counsel for Plaintiffs to resolve issues related to the confidentiality of the parties' trial exhibits contemplated under the Joint Confidentiality Protocol.

/s/ Leila R. Siddiky
Leila R. Siddiky

CERTIFICATE OF SERVICE

I hereby certify that this document was filed through the ECF system on October 25, 2023, and will be sent electronically to the registered participants as identified on the Notice of Electronic Filing.

/s/ Leila R. Siddiky
Leila R. Siddiky